

# **EXHIBIT FF**

**To:** Operations[filing@compliance-sec.com]  
**Cc:** Joan Wu[jwu@srff.com]; Jay Kaplowitz[jjKaplowitz@srif.com]  
**From:** Robert Ladd  
**Sent:** 2016-05-09T06:43:07-04:00  
**Importance:** Normal  
**Subject** RE: MGT Capital Investments FORM 8-K - Version 1  
**Received:** 2016-05-09T06:43:25-04:00  
[Future Tense Consulting Agreement v2.doc](#)  
[PR 9May2016 DRAFT v3.docx](#)

Exhibit 99.1 (press release) attached

Exhibit 10.3 (consulting agreement) attached. Please delete text about Exhibit 10.2, and make THIS Exhibit 10.2.

Along with the Exhibit 10.1 already Edgarized, these are the only exhibits...total of 3.

Also one edit:

Second line of second paragraph of Item 1.01, there needs to be spaces in two places. "company has" and "purchase assets"

Thanks,  
Rob



(NYSE MKT: MGT)

**Robert B. Ladd CFA**  
**President and CEO**  
**500 Mamaroneck Avenue - Suite 320**  
**Harrison, NY 10528**  
[www.mgtci.com](http://www.mgtci.com)

{914} 630-7430 office  
(914) 643-6855 cell

**AIM:** laddcap  
**Skype:** laddcapvalue

**From:** Operations [mailto:filing@compliance-sec.com]  
**Sent:** Monday, May 9, 2016 5:24 AM  
**To:** Robert Ladd <rladd@mgtci.com>

**PLAINTIFF'S  
EXHIBIT  
Ladd 75**

**Cc:** 'Joan Wu' <jwu@srff.com>; 'Jay Kaplowitz' <jKaplowitz@srff.com>; Operations <filing@compliance-sec.com>

**Subject:** RE: MGT Capital Investments FORM 8-K - Version 1

Dear Robert,

We have completed and attached MGT Capital FORM 8-K Version 1 for your review. Please look at this and send your comments.

**Note: Please provide the remaining exhibits for further EDGAR processing**

Thank you.

Kind Regards,

Ahamed

**Operations**

**SEC Corporation**

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Los Angeles, California 90067

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Securities & Exchange Commission

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**From:** Operations [<mailto:filing@compliance-sec.com>]

**Sent:** Monday, May 09, 2016 12:54 AM

**To:** 'Robert Ladd'

**Cc:** 'Joan Wu'; 'Jay Kaplowitz'; Operations

**Subject:** MGT Capital Investments FORM 8-K - ETA

Dear Robert,

**RECEIVED: FORM 8-K**

**TYPE OF REQUEST: EDGAR**

**ROUND TYPE: Initial**

**PRODUCTION ETA EDGAR: May 09, 2016, 7:30 AM ET**

**PRODUCTION ETA XBRL: NA**

**CLIENT INSTRUCTIONS:** Two more exhibits to follow

**APPROVING PERSON(s): Robert B. Ladd**

Thank you.

Kind Regards,

Ahamed

**Operations**

**SEC Co '1p... n, . e**

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**From:** Robert Ladd [<mailto:rladd@mgtci.com>]

**Sent:** Monday, May 09, 2016 12:45 AM

**To:** Operations

**Cc:** Joan Wu; Jay Kaplowitz

**Subject:** please edgarize 8-k for tomorrow 8:00am

Two more exhibits to follow

Thanks,

Rob



(NYSE MKT: MGT)

**Robert B. Ladd CFA**

**President and CEO**

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**John McAfee Returns to Public Markets as MGT Capital Agrees to Acquire Security/Privacy Technology**

*Mr. McAfee to be Chairman and CEO of renamed John McAfee Global Technologies*

**HARRISON, NY (May 9, 2016)** MGT Capital Investments, Inc. (NYSE MKT: MGT) announced today that it has entered into a definitive asset purchase agreement to acquire certain technology and assets from D-Vasive Inc., a provider of leading edge anti-spy software. D-Vasive offers a powerful tool for protection from the proliferation of invasive apps by consumer products companies, social networks, financial institutions and others. These invasive apps can secretly turn on a phone's microphone and camera, as well as monitor geographic movements and access contacts. The D-Vasive technology operates in a unique way, allowing the user to manage and control the device's internal hardware. D-Vasive will be available shortly for Android and Windows platforms, followed by a release for Apple iOS.

In conjunction with the acquisition, MGT is pleased to announce the proposed appointment of John McAfee as Executive Chairman and Chief Executive Officer. Mr. McAfee, the visionary pioneer of internet security, sold his anti-virus company to Intel for \$7.6 billion, and is actively involved in the development of new measures to protect individual freedoms and privacy. Mr. McAfee stated, "The enormous impact of cybersecurity on our lives requires the scale and resources of a public company. Our ability to continue to hire the best minds in the business will be vastly enhanced with a public platform. With the acquisition of D-Vasive technology as a starting point, we expect to grow MGT into a successful and major force in the space." MGT Capital also intends to change its corporate name to John McAfee Global Technologies, Inc.

Additionally, MGT has entered into a consulting agreement with Future Tense Secure Systems Inc., a technology incubator with investments in other applications requiring privacy, such as file sharing and chat. It is contemplated by the parties that future collaborations or investments may occur going forward.

Closing of the acquisition is contingent on customary conditions including approval by MGT's stockholders. Major terms of the deal include the payment to D-Vasive Inc. stockholders of 23.8 million restricted shares of MGT stock and \$300,000 in cash. The proposed share issuance is expected to amount to roughly 47% of the Company on a pro-forma fully diluted basis at closing. More detailed information can be found in the Company's Form 8-K filed this morning with the Securities and Exchange Commission, available at [www.sec.gov](http://www.sec.gov), or the MGT website at [www.mgtci.com](http://www.mgtci.com).

**About MGT Capital Investments, Inc.**

MGT and its subsidiaries are principally engaged in the business of acquiring, developing and monetizing intellectual property assets. MGT's portfolio currently includes social casino and gaming platforms, and ownership stakes in DraftDay.com, a top daily fantasy sports wagering platform and DraftDay Fantasy Sports, Inc. operator of an online entertainment market and rewards platform.

**Forward-looking Statements**

This press release contains forward-looking statements. The words or phrases "would be," "will allow," "intends to," "will likely result," "are expected to," "will continue," "is anticipated," "estimate," "project," or similar expressions are intended to identify "forward-looking statements." MGT's financial and operational results reflected above should not be construed by any means as representative of the current or future value of its common stock. All information set forth in this news release, except historical and factual information, represents forward-looking statements. This includes all statements about the Company's plans, beliefs, estimates and expectations. These statements are based on current estimates and projections, which involve certain risks and uncertainties that could cause actual results to differ materially from those in the forward-looking statements. These risks and uncertainties include issues related to: rapidly changing technology and evolving standards in the industries in which the Company and its subsidiaries operate; the ability to obtain sufficient funding to continue operations, maintain adequate cash flow, profitably exploit new business, license and sign new agreements; the unpredictable nature of consumer preferences; and other factors set forth in the Company's most recently filed annual report and registration statement. Readers are cautioned not to place undue reliance on these forward-looking statements, which reflect management's analysis only as of the date hereof. The Company undertakes no obligation to publicly revise these forward-looking statements to reflect events or circumstances that arise after the date hereof. Readers should carefully review the risks and uncertainties described in other documents that the Company files from time to time with the U.S. Securities and Exchange Commission.

**Company Contact**

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